SUPERIOR Carnage®

SHINICK
SEGOVIA
CRISOSTOMO
RAMOS

004

MARVEL

VENOM. FORMERLY, A PSYCHOTIC ALIEN SYMBIOTE WITH A NASTY BLOODLUST. NOW, A PUPPET. A PAWN. AN ATTACK DOG FOR THE GOVERNMENT. "AGENT VENOM." PITY.

THE WIZARD AND HIS SONIC ASSOCIATE, KLAW, RECOGNIZED THE SYMBIOTE'S TRUE POTENTIAL AND SOUGHT OUT ITS SPAWN--CARNAGE. TOGETHER WITH THEIR NEWEST ASSOCIATE, DR. KARL MALUS, KLAW AND THE WIZARD WOULD REMAKE THE "FRIGHTFUL FOUR," USING CARNAGE AS THE FINAL MEMBER OF THE GROUP.

CLASSIFIED

PROJECT REBIRTH ~~2.0~~ 3.0

Name: Eugene "~~Flash~~" Thompson CLETUS KASADY

Rank: Corporal U.S. Army

SN: 987-08-1962

--HAS NO MIND LEFT TO CONTROL. PLAN B?

Notes: ~~High~~ school bully turned war hero. ~~Flash Thom~~pson has always been brave. As a teenager he even impersonated Spider-Man to try and save the hero's reputation. He lost his legs in the Middle East while saving his commanding officer. He said his heroism was "what Spider-Man would have done."

CARNAGE REQUIRES A HOST, HOWEVER, AND ITS PREVIOUS ONE, CLETUS KASADY, HAS BEEN LOBOTOMIZED. A MINOR SETBACK, BUT ONE THAT DR. MALUS WAS HAPPY TO HELP...

...RECTIFY.

THE NEW FRIGHTFUL FOUR SOON STORMED CITY HALL, ONLY TO BE CONFRONTED BY *SPIDER-MAN.*

CLASSIFIED

Incoming message

URGENT
FAO: All A-Level Security Personnel

Murder convict & mental patient CLETUS KASADY has been infected with the highly unstable venom symbiote, transforming him into a viciously dangerous creature, now known as CARNAGE. Be advised, he will attack without provocation.

If you make contact, alert CARNAGE ISSUE STATION immediately. First response team as follows:

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CONFRONTING KLAW, THE WIZARD, AND CARNAGE ALL ON HIS OWN? SPIDER-MAN TRULY MUST CONSIDER HIMSELF THEIR...

SUPERIOR.

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City Hall, New York City.

MOMENTS AGO...

IT'S NO SURPRISE TO SAY I'M ALMOST ALWAYS THE SMARTEST PERSON IN THE ROOM.

SCRATCH THE "ALMOST." I'M *ALWAYS* THE SMARTEST PERSON IN THE ROOM.

I DO NOT *NEED* TO BE PROTECTED! I AM THE MAYOR! I HELPED YOU BRING DOWN THE *SPIDER-SLAYER*, FOR GOD'S SAKE!

YOU ARE A LIABILITY, JAMESON AND YOU'LL WAIT IN THE SECURE BUNKER AS I HAVE DICTATED.

TO THE POINT WHERE SURPRISES ARE ACTUALLY A RARE OCCURRENCE FOR ME.

WHEN, AS THE GREAT OTTO OCTAVIUS, I BEAT THE TRILLION-TO-ONE ODDS OF SUCCESSFULLY TRANSFERRING MY MIND WITH THAT OF THE ORIGINAL, OR SHOULD I SAY INFERIOR SPIDER-MAN, I WAS NOT SURPRISED.

IN A MATTER OF SECONDS, THE WIZARD AND HIS CRONIES WILL BE COMING THROUGH THAT DOOR.

HE IS A FEEBLE OLD MAN WHO HAS HOURS IF NOT MINUTES LEFT BEFORE HIS BRAIN SUCCUMBS TO DEMENTIA.

WHEN I HEARD THAT ANOTHER AGING VILLAIN WITH ONLY DAYS TO LIVE WAS ATTEMPTING TO SECURE A LEGACY OF HIS OWN, I WAS ALSO NOT SURPRISED.

WITH HIM WILL BE CLETUS KASADY, A SERIAL KILLER WHOM YOU'LL BE HAPPY TO HEAR, DESPITE BEING ATTACHED TO THE SAVAGE CARNAGE SYMBIOTE, HAS ALSO BEEN LOBOTOMIZED.

YOU ARE EQUIPPED WITH ALL THE NECESSARY ITEMS TO TAKE THEM, AND THEIR ASSOCIATE KLAW, DOWN.

I HAVE ESTIMATED THIS SHOULD TAKE SEVEN MINUTES.

SO WHEN THREE BUMBLING EGO-MANIACS MAKE IT ALL THE WAY TO CITY HALL LOOKING AS THEY DO NOW...

WELL, LET'S JUST SAY I WAS A LITTLE BIT SURPRISED.

CITY HALL IS OURS, SPIDER-MAN! AND THE WORLD WILL SOON KNOW ABOUT IT.

DON'T BE A FOOL, WIZARD. MY SPIDER PATROL IS EQUIPPED WITH SONIC WEAPONS THAT CAN DETAIN YOUR SYMBIOTE IN SECONDS. PLUS OUR HEADGEAR IS LINED WITH ENOUGH MATERIAL TO PROTECT US FROM ANYTHING KLAW CAN...

SHLING!

SHUT UP, BUG!

SHLING!

THUMP

THUMP

HAVE WE GOTTEN YOUR ATTENTION?!

BLAM!

ALL YOU'VE GOTTEN ARE MY MINIONS, WIZARD.

AND UNDER MY SKIN.

RATATAT ATATAT ATAT!

SCURRY ALL YOU WANT, SPIDER-MAN. I'M NOT THE CARNAGE YOU'RE USED TO.

I'M A SUPERIOR MODEL.

UNGH!

I FORGOT THE SYMBIOTE DOESN'T ALERT MY SPIDER-SENSE. MY REACTION TIME ISN'T QUICK ENOUGH.

HOW DARE YOU USE THAT WORD!

IT TAKES MORE THAN A COSTUME CHANGE TO MAKE SOMEONE SUPERIOR.

SPEED!

IT TAKES BRAINS!

THWIP!

OOF!

CUNNING!

UNH!

AND IT TAKES POWER!

FOOOOOOM!

FOOOOOOOOM!

NICE TRY, BUT IT'S GOING TO TAKE MORE THAN BAD AIM TO STOP ME.

WHICH IS PRECISELY WHY I CREATED AN OPENING FOR MORE OF MY MEN TO ENTER, YOU DOLT!

SPIDER-SENSE DIDN'T GO OFF UNTIL THE GRENADE LEFT HIS HAND. NOT ENOUGH TIME TO PROTECT MY PATR--

THEN LET THEIR DEATHS BE ON YOUR HANDS.

BLOOD

KLAW!

STOP THEM!

I NEVER WOULD HAVE THOUGHT THE WIZARD WOULD BE IN ANY CONDITION TO LEAD THESE MEN, BUT IT SEEMS HE'S THE ONE PULLING THE STRINGS HERE. LUCKILY, A WELL-PLACED WEB SHOULD--

AHHH! KLAW'S INCREASING HIS DECIBELS BEYOND JUST SOUND. CAUSING MY EYES TO VIBRATE.

THROWING OFF MY EQUILIBRIUM.

THWIP!

UNH!

CRASH!

ROOM SPINNING, RENDERING WHAT'S LEFT OF MY TEAM USELESS.

ZAP!

BLAAH!

LET'S DO AWAY WITH THESE SONIC TOYS, SHALL WE?

DAMN IT! ARM MALFUNCTIONING.

FZZZT!

EYESIGHT RETURNING. DON'T KNOW FOR HOW LONG. NEED TO ACT WHILE I CAN.

SPIDER PATROL CAN KEEP THE OTHERS BUSY.

I NEED TO REMOVE THE HEAD OF THIS SERPENT.

CRASH!

WIZARD! WIZARD! WHAT ARE YOU DOING HERE?

WHAT ARE YOUR PLANS?

WHAT DO YOU HOPE TO ACCOMPLISH?

I-I JUST WANT TO CONNECT WITH MY SON.

YOU IDIOTS! YOU'RE GIVING HIM THE EXACT EXPOSURE HE WANTS.

PLEASE, DON'T HURT ME, SPIDER-MAN.

CRUNCH

SPIDEY'S GONNA KILL A FEEBLE-MINDED OLD MAN.

LOOK BEHIND ME, MORONS. DOES CITY HALL *LOOK* LIKE IT WAS ATTACKED BY A FEEBLE-MINDED OLD MAN?

THWIP!

IDIOTS!

LET'S TAKE THIS CONVERSATION SOMEPLACE PRIVATE.

CALL IT OFF, WIZARD. I'VE DEMOLISHED YOUR GAUNTLETS, INCAPACITATED YOUR FLYING MECHANISM AND MY MEN ARE TAKING KLAW AND CARNAGE DOWN AS WE SPEAK. NOT TO MENTION YOUR MIND IS SHOT.

YOU'RE BLUFFING SPIDER-MAN. MY BRAIN MAY BE GOING, BUT I KNOW THAT I'M WINNING HERE TODAY.

AND I CAN STILL DO THE ONE THING THE WIZARD DOES BEST! RIGHT NOW I'M ROOTING AROUND IN YOUR THOUGHTS. TAKING OVER THE CREVICES OF YOUR MIND UNTIL YOU TOO HAVE BECOME MY--

GASP!

OTTO?

WHAT?!

Nooooooooo!

CRASH!

MY BRAIN MUST BE AT ITS END.

CAN'T EVEN READ THE CORRECT MINDS ANYMORE.

I'M FAILING. I'VE...

Inside.

"LOST CONTROL."

YES! THE WIZARD HAS LOST HIS GRIP! CARNAGE REIGNS SUPREME

YOU'RE MINE NOW, KLAW!

CARNAGE IS MORPHING ON HIS OWN. SOMETHING MUST BE WRONG WITH WIZARD.

BETTER PUT HIM DOWN WHILE I STILL CA--

NO! NOT NOW.

FZZT!

YOU ANSWER TO ME NOW, CRETIN.

HAVE TO PROTECT THE WIZARD.

UNH!

Outside.

DAMN IT, WHY DID I LET THAT HAPPEN?

I WAS THREATENED BY WHAT HE KNEW AND NOW I MAY HAVE LOST AN IMPORTANT ASSET BECAUSE OF IT.

WANTED TO SEE MY SON ONE MORE TIME.

WIZARD! LISTEN TO ME. YOU'RE NOT WRONG! IT *IS* ME...OTTO OCTAVIUS!

GET CARNAGE TO STAND DOWN AND I'LL LET YOU SEE YOUR SON.

ARE-- ARE YOU HELPING ME?

THE THING TO SAY IS, YES. THAT I WAS ONCE IN YOUR SHOES. A DYING MAN DESPERATE FOR ONE LAST CHANCE AT A LEGACY.

BUT THE TRUTH IS I'M LYING. I'M JUST USING YOU TO WIN AT ANY COST. MAKING EMPTY PROMISES BECAUSE I KNOW YOU'LL BE DEAD SOON.

I SMELL FEAR, SPIDER-MAN.

AHHHHH!

KEEP FORGETTING THE SYMBIOTE DOESN'T SET OFF MY SPIDER-SENSE.

SPIDER PATROL, SOUTH LAWN.

DON'T EXPECT A RESPONSE SPIDER-MAN.

BECAUSE I'VE KEPT THEIR TONGUES.

AND ALL THIS TIME I THOUGHT A JACKET WAS POINTLESS.

I'LL BURY YOU!

DO IT. THOUGH I ENJOYED THE WEAPONS, NOTHING BEATS THE TASTE OF FLESH.

SHING!

LET'S SEE WHO'S REALLY SUPERIOR.

SHWOOM!

USE YOUR MIND, BENTLEY! TAKE BACK CONTROL. BE THE ONE IN POW--

GET OFF OF HIM!

UNH!

GIVE THE WIZARD THIS ONE DAY!

UNGH!

LET HIM CONTROL CARNAGE!

OR SO HELP ME I WILL MAKE YOUR HEAD EXPLODE.

KLAW'S ON A RAMPAGE. DOESN'T REALIZE WE WANT THE SAME THING. FOCUSING HIS SOUND ON MY SKULL. HIGHER THAN I EVER THOUGHT POSSIBLE. HAVE TO BREAK FREE...

THWIP!

C... C...

DON'T SAY YOU CAN'T!

CARNAGE!

UHHH.

HZZT!

I TOLD YOU I'D GET YOU.

FEEL FAMILIAR? TURNS OUT WIZARD HAD SOME VIBRANIUM IN HIS ARSENAL. ISN'T THAT YOUR ONLY WEAKNESS?

I WAS JUST WAITING FOR THE RIGHT MOMENT TO SHARE IT WITH YOU.

YOU STUPID FREAK! WE WERE DOING IT! WE WERE WINNING! WE COULD HAVE TAKEN THIS CITY.

NOW YOU'VE SIGNED YOUR OWN DEATH NOTICE, YOU SELFISH SCUM.

I'M SORRY, BENTLEY, I TRIED.

I HOPE YOU REACH YOUR S--

BOOOOOOOM!

RINGING IN MY EARS. CAN BARELY STAND.

KLAW ERUPTED LIKE A SONIC BOMB. TOOK US ALL DOWN. INCLUDING...

WAIT! THAT WASN'T EVEN CLETUS KASADY AS CARNAGE. IT WAS...

I HAVE NO IDEA WHO THAT IS.

NOT MY FINEST HOUR. BUT THE CITY IS PROTECTED, MY SECRET IS SAFE AND THE PLANET HAS BEEN CLEANSED OF THREE MORE SUPER VILLAINS.

IMPORTANT THING IS TO FIND THE SYMBIOTE. CONTAIN IT BEFORE IT CAN--

AM I DEAD?

I FEEL WET.

ARE THESE MY GUTS?

I FEEL FUNNY. LIKE...

SOMETHING'S TAKING OVER MY MIND.

Next: Payback!

NAHGA